

**The draft resolutions to be discussed by the Annual General Meeting of
X-Trade Brokers Dom Maklerski S.A. convened on 24 April 2017**

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Ad. 2 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on appointing of the Chairperson of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A.**

§ 1

Annual General Meeting elects Mr/ Ms as the Chairperson of the Annual General Meeting

§ 2

The Resolution shall come into force on the day it has been passed.

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Ad. 3 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on annulling the secret voting regarding the appointment of the Ballot Commission**

§ 1

Annual General Meeting annuls the secret voting regarding the appointment of the Ballot Commission.

§ 2

The Resolution shall come into force on the day it has been passed.

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**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on appointing of the Ballot Commission**

§ 1

Annual General Meeting appoints the following members of the Ballot Commission:

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§ 2

The Resolution shall come into force on the day it has been passed.

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Ad. 5 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on adopting the agenda**

Annual General Meeting adopts the following agenda of the meeting:

1. Opening of the Annual General Meeting;
2. Appointment of the Chairperson of the Annual General Meeting;
3. Appointment of the Ballot Commission of the Annual General Meeting;
4. Asserting that the Annual General Meeting has been convened correctly and is capable of adopting resolutions;
5. Adoption of the agenda;
6. Review and approval of the Management Board's report concerning the activity of the Group and the Company in 2016;
7. Adoption of the resolution concerning approval of the Company's separate financial statement for 2016;
8. Adoption of the resolution concerning approval of the consolidated financial statement of the Group X-Trade Brokers Dom Maklerski S.A. for 2016;
9. Adoption of the resolution concerning profit distribution, dividend date and the day of payment of the dividend;

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10. Adoption of the resolutions concerning granting the vote of approval for the members of the Company's Management Board for performance of their duties in the year 2016;
11. Review and approval of the report concerning the activity of the Company's Supervisory Board in 2016;
12. Adoption of the resolution concerning granting the vote of approval for the members of the Company's Supervisory Board for performance of their duties in the year 2016;
13. Other issues;
14. Closing of the Annual General Meeting.

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Ad. 6 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017**

(draft)

**on reviewing and approval of the Management Board's report concerning the activity
of the Group and the Company in 2016**

§1

Annual General Meeting, after reviewing of the Management Board's report concerning the activity of the Group and the Company in 2016, hereby approves the Management Board's report concerning the activity of the Group and the Company in 2016.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 7 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017**

(draft)

on approval of the Company's separate financial statement for 2016

§1

Annual General Meeting, after reviewing of the Company's separate financial statement (Standalone Annual Report) for 2016, hereby approves the Company's separate financial statement (Standalone Annual Report) for 2016 prepared in accordance with International Financial Reporting Standards, consisting of:

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- comprehensive income statement for the period of 1 January 2016 - 31 December 2016 which shows a net income in the amount of PLN 72 999 thousand,
- statement of financial position on 31 December 2016, with total assets of and total liabilities and equity of 775 371 thousand,
- statement of changes in equity for the financial year 1 January 2016 - 31 December 2016 presenting decrease of equity by PLN 17 351 thousand,
- cash flow statement which presents decrease of cash between 1 January 2016 and 31 December 2016 by the net amount of PLN 44 236 thousand,
- additional explanatory notes to the financial statements and other explanatory notes.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 8 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on reviewing and approval of the consolidated financial statement of the Group X-
Trade Brokers Dom Maklerski S.A. for 2016**

§1

Annual General Meeting, after reviewing of the X-Trade Brokers Dom Maklerski S.A. Capital Group's Consolidated consolidated financial statement (Consolidated Annual Report) for 2016, hereby approves the X-Trade Brokers Dom Maklerski S.A. Capital Group's consolidated financial statement (Consolidated Annual Report) for 2016 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2016 - 31 December 2016 which shows a net income in the amount of PLN 77 707 thousand,
- statement of financial position on 31 December 2016, with total assets of and total liabilities and equity of PLN 796 753 thousand,
- statement of changes in equity for the financial year 1 January 2016 - 31 December 2016 presenting decrease of equity by PLN 18 156 thousand,

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– consolidated cash flow statement which presents decrease of cash between 1 January 2016 and 31 December 2016 by the net amount of PLN 37 175 thousand,

– additional explanatory notes to the financial statements and other explanatory notes.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 9 of the agenda

**Resolution No./2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on profit distribution, dividend date and the day of payment of the dividend**

Acting in accordance with Article 348 § 3 i § 4 and Article 395 § 2 point 2 of the Commercial Companies Code, it is resolved as follows:

§1

1. Annual General Meeting hereby decides to pay dividends from the Company's net profit for 2016, which amounted to PLN 72 999 thousand, in the amount of PLN 0.32 (thirty two grosz) per share, i.e. the payment of PLN 37 562 763.20 (thirty seven million five hundred sixty two thousand seven hundred sixty three zlotys 20/100) and retain the rest of the profit at the Company's disposal on reserve capital.
2. The 5th of May 2017 is determined as the day according to which the list of shareholders entitled to the dividend is determined (dividend date).
3. The payment of the dividend will be made on 23rd of May 2017 (the day of payment of the dividend).
4. All shares issued by the Company are entitled to the dividend.

§2

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Ad. 10 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on granting the vote of approval for the President of the Management Board
Mr. Jakub Malý**

§1

Annual General Meeting hereby grants Mr. Jakub Malý the vote of approval for performance of his duties as the President of the Management Board for the period of 1 January 2016 - 31 December 2016.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on granting the vote of approval for the Member of the Management Board
Mr. Paweł Szejko**

§1

Annual General Meeting hereby grants Mr. Paweł Szejko the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2016 - 31 December 2016.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on granting the vote of approval for the Member of the Management Board
Mr. Paweł Frańczak**

§1

Annual General Meeting hereby grants Mr. Paweł Frańczak the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2016 - 31 December 2016.

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§2

The Resolution shall come into force on the day it has been passed.

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Ad. 11 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on reviewing and approval of the report concerning the activity of the Company's
Supervisory Board in 2016**

§1

Annual General Meeting, after reviewing of the report concerning the activity of the Company's Supervisory Board in 2016, hereby approves the report concerning the activity of the X-Trade Brokers Dom Maklerski S.A.'s Supervisory Board in 2016.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 12 of the agenda

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017
(draft)
on granting the vote of approval for the Chairman of the Company's Supervisory Board
Mr. Jakub Leonkiewicz**

§1

Annual General Meeting hereby grants Mr. Jakub Leonkiewicz the vote of approval for performance of his duties as the Chairman of the Supervisory Board for the period of 1 January 2016 - 31 December 2016.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Łukasz Baszczyński**

§1

Annual General Meeting hereby grants Mr. Łukasz Baszczyński the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2016 - 31 December 2016.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Jarosław Jasik**

§1

Annual General Meeting hereby grants Mr. Jarosław Jasik the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2016 - 31 December 2016.

§2

The Resolution shall come into force on the day it has been passed.

=====

**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Michał Kędzia**

§1

Annual General Meeting hereby grants Mr. Michał Kędzia the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2016 - 31 December 2016.

§2

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The Resolution shall come into force on the day it has been passed.

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**Resolution No. /2017
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 24 April 2017**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Bartosz Zabłocki**

§1

Annual General Meeting hereby grants Mr. Bartosz Zabłocki the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2016 - 31 December 2016.

§2

The Resolution shall come into force on the day it has been passed.

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